



NORTH AMERICAN CAR CORPORATION

33 West Monroe
Chicago, IL U.S.A. 60603
Telephone 312.853.5000
Telex #255222

RECORDATION NO. 13182-0 FILED 1425

APR 30 1982 - 1 50 PM
INTERSTATE COMMERCE COMMISSION

Edward H. Soderstorm II
General Counsel
Remarketing Service Division and
Investor Management Programs
Law Department
312.853.5324

April 26, 1982

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

2-120A037

No. 2-120A037
Date APR 30 1982
Fee \$ 10.00

ICC Washington, D. C.

Dear Secretary:

I have enclosed an original and several counterparts of the document described below, to be recorded pursuant to Section 11303 of title 49 of the U.S. Code.

This document is a Supplement, a secondary document, dated as of April 26, 1982.

The primary document to which this is connected is recorded under Recordation No. 13182.

The names and addresses of the parties to the document are as follows:

Bailor and
Assignee:

The Connecticut Bank and Trust Company,
as Trustee under Trust Agreement dated
as of April 13, 1981 with General
Electric Credit and Leasing Corporation
One Constitution Plaza
Hartford, Connecticut 06115

Attn: Corporation Trust Dept.

Bailee and
Assignor:

North American Car Corporation
33 West Monroe Street
Chicago, Illinois 60603

A description of the equipment covered by the document follows:

- 10 - 3000 cu. ft. covered hopper cars, pressure differential unloading (15 psi), 100 ton trucks (LO), SN 94624-94623
- 1 - 5000 cu. ft. covered hopper car, pressure differential unloading (15 psi), 100 ton trucks (LO), SN 550145

RECEIVED
APR 30 1 42 PM '82
FEE OPERATING DIV

**NORTH
AMERICAN
CAR**

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the messenger presenting this document.

A short summary of the document to appear in the index follows:

Supplement dated as of April 26, 1982 to Bailment Agreement and Assignment of Leases dated as of February 20, 1981 between The Connecticut Bank and Trust Company, as Trustee under Trust Agreement dated as of 4/13/81 with General Electric Credit and Leasing Corporation, One Constitution Plaza, Hartford, Connecticut 06115, Attn: Corporate Trust Dept., Bailor and Assignee, and North American Car Corporation, 33 West Monroe Street, Chicago, Illinois 60603, Bailee and Assignor, covering the following equipment:

- 10 - 3000 cu. ft. covered hopper cars, pressure differential unloading (15 psi), 100 ton trucks (LO), SN 94624-94633
- 1 - 5000 cu. ft. covered hopper car, pressure differential unloading (15 psi), 100 ton trucks (LO), SN 550145

Sincerely,



Edward H. Soderstrom II
Attorney for North American
Car Corporation

EHS:bmt
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

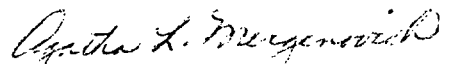
Edward H. Soderstrom II
Attorney
North American Car Corporation
33 West Monroe
Chicago, IL. 60603

April 30, 1982

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **4/30/82** at **1:50PM**, and assigned re-recording number(s). **13182-0**

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

SUPPLEMENT

REGISTRATION NO. 13182-0
APR 30 1982 - 1 50 PM
INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, dated as of April 26, 1982, to the BAILMENT AGREEMENT AND ASSIGNMENT OF LEASES, dated as of February 20, 1981, (the "Assignment"), between the Connecticut Bank and Trust Company, acting not in its individual capacity but solely as Trustee (the "Trustee") under a Trust Agreement, dated as of April 13, 1981, with General Electric Credit and Leasing Corporation, a Delaware corporation ("GECC"), and NORTH AMERICAN CAR CORPORATION, a Delaware corporation ("NACC"):

WHEREAS, NACC and the Trustee desire to add the units of railroad equipment referred to in Schedule A hereto (the "Equipment") to the Assignment;

WHEREAS, NACC and the Trustee desire to assign the leases referred to in Schedule B hereto (the "Leases") to the Assignment;

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein and in the Assignment, the Trustee and NACC agree as follows:

Article I. Definitions, Interpretation

1.01. The definitions set forth or incorporated by reference in the Assignment are incorporated herein by reference to the same extent as if set forth herein, except as herein otherwise provided.

1.02. In the event of any discrepancy between the provisions of this Supplement and the provisions of the Assignment, the provisions of the Assignment shall control and the provisions hereof are expressly made subject thereto.

Article II. Supplement to Assignment


2.01. The Assignment is hereby supplemented to add the Leases and the Equipment thereto.

Article III. Representation and Warranties

3.01. The representations, warranties and covenants of NACC in the Assignment are true and correct on and as of the date hereof as though made on and as of this date.

IN WITNESS WHEREOF, NACC and GECC have executed this Supplement as of this 26th day of April, 1982.

ATTEST:



NORTH AMERICAN CAR CORPORATION

By 

THE CONNECTICUT BANK AND TRUST COMPANY,
acting not in its individual capacity
but as Trustee under a Trust Agreement,
dated as of April 13, 1981, with
General Electric Credit and Leasing
Corporation

ATTEST:

By 

AGENT

STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On this 20th day of April 1982, before me personally appeared Gerald Birmingham, to me personally known, who, being by me duly sworn says that he is a Vice President of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Helen A. Kelly
Notary Public

(Notarial Seal)

My Commission Expires February 23, 1983.

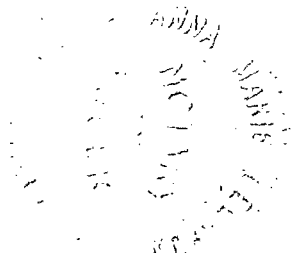
STATE OF Connecticut)
) SS.:
COUNTY OF Fairfield)

On this 29 day of April, 1982, before me personally appeared Chris Lundberg, to me personally known, who, being by me duly sworn, says that (s)he is an agent of the Trustee and that said instrument was signed on behalf of said Trustee by authority of appointment dated July 27, 1981, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said Trustee.

Anna Marie Delahunt
Notary Public

(Notarial Seal)

ANNA MARIE DELAHUNT
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 1985



SCHEDULE A

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
3000 cubic foot covered hopper cars pressure differential unloading (15 PSI) 100 ton trucks, Class LO	10	NAHX 94624-94633	94624-94633

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
5000 cubic foot covered hopper car, pressure differential unloading (15 PSI) 100-ton trucks, Class LO	1	NAHX 550145	NAHX 550145

SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR desig</u>
Car Leasing Agreement 3798 (dated 3-9-82) Rider No. 1 (dated 3-9-82)	NAHX 94624-94633	94624-94633	3000 cubic foot covered hopper cars pressure differenti unloading (15 PSI) 100 ton trucks Class LO

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR desig</u>
Car Leasing Agreement 5741-2 (dated 5-1-74) Rider No. 17 (dated 3-15-82)	NAHX 550145	550145	5000 cubic foot covered hopper cars, pressure differential unloading (15 PSI) 100-ton trucks Class LO